

Message

From: Joan Bradd [REDACTED@google.com]
Sent: 9/17/2020 3:52:44 PM
To: Chris Weinstein (CELA) [REDACTED@microsoft.com]
Subject: Microsoft Agreement Draft - follow-up
Attachments: SA360-MSFT Letter Agreement (Google clean 9.16.20) .docx; SA360-MSFT Letter Agreement (Google marked 9.16.20).docx

Hi Chris,

Hope the air quality is improving for you (it is finally clearing here).

As we discussed during our last meeting, Microsoft's request for an integration of Microsoft Advertising auction-time bidding into SA360 bid strategies is distinct from the request we have been discussing since April for SA360 to build support for Microsoft's bidder "separate from" and "in lieu of" SA360 bid strategies. This new feature request is significantly different--it is a deep integration that requires a long-term partnership, collaboration on testing, feature requirements, and operational details, and engineering work on both sides. Given this is not a feature SA360 can deliver unilaterally, it is not suitable for Google to unilaterally commit to building such an integration in an agreement of this structure.

However we do think there is a path forward. While there are many details to work through on both sides, Google is committed to working with Microsoft in good faith on a potential integration of Microsoft Advertising's automated bidder into SA360 bid strategies. Our commitment to this partnership, and the work to develop an effective integration, is reflected in the attached redline.

We believe this draft addresses all of your requests. If you agree, we look forward to working together to finalize and execute this agreement.

Joan

EXHIBIT
PSX00521